

VISIT...

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Caliente.COM

FEATURING: THE FANTASTIC FOUR AND NICK FURY, AGENT OF S.H.I.E.L.D.!

IN FULL COLOUR!

THE NEWEST-AND GREATEST-SUPERHERO OF ALL!

CAPTAIN BRITAIN

10P

YOU
DEFEATED
ME LAST
TIME
HURRICANE!

NOW
IT'S MY
TURN!

WRONG,
CHUM!
**THIS TIME
I'LL FINISH
YOU OFF!**



TM and © 1976 MARVEL COMICS INTERNATIONAL LTD.

Stan Lee
PRESENTS:

CAPTAIN BRITAIN!



NOT TODAY, FRIEND-- THOUGH HE CAME CLOSE...

EASY, LAD-- YOU'VE
BEEN KNOCKED
ABOUT PRETTY
HARD.



DR. MACKENZIE, HAVE
YOU SEEN BRIAN? HE
RAN INTO THE MIDDLE
OF HURRICANE'S
ATTACK...

...AND I HAVEN'T
SEEN HIM SINCE!



WELL, I'LL BE--! FROM THE
SOUND OF HER VOICE, COURTNEY
ROSS CARES FOR ME!

SOUND...?



IT'S FALLING STRAIGHT
FOR COURTNEY!

LOOK OUT!

OH!



CHRIS CLAREMONT, AUTHOR • HERB TRIMPE + FRED KIDA, ARTISTS
K. MANTLO, LETTERER • M. SEVERIN COLORIST • LARRY LIEBER, EDITOR

THE RESIDENCE HALL ISN'T THE LAST STRUCTURE TO FALL, AND AS THE MORNING WEARS ON, STUDENT AND FIRE BRIGADE RESCUE CREWS REMAIN HARD AT WORK...

...DIGGING OUT THOSE TRAPPED IN THE RUBBLE--
--THE LIVING...THE DEAD...

WE NEED A DOCTOR HERE--
--AT THE DOUBLE!

BUT LET'S SHIFT OUR SCENE FOR A MOMENT, MOVING ACROSS LONDON TO A WAREHOUSE IN HOUNSLOW...

...AND A VILLAIN WE'RE COMING TO KNOW VERY WELL.

THIS IS ONLY THE BEGINNING, FOOLS--
A SMALL DEMONSTRATION OF WHAT MY POWER CAN DO WHEN I'M PROVOKED.

TWO YEARS AGO, THE SCIENCE BOARD LAUGHED AT ME--
AT MY THEORIES--
BUT THEY WON'T LAUGH NOW...

...AND THRU IT ALL, CAPTAIN BRITAIN DOES THE WORK OF A DOZEN MEN...

...IN A FASHION UNIQUELY HIS OWN.

THONK!

...WHEN I DEMAND A RANSOM OF A BILLION POUNDS IN GOLD!

BECAUSE IF MY DEMAND ISN'T MET, I'LL SIMPLY DESTROY THE CITY OF LONDON!

MEANWHILE BACK AT THAMES UNIVERSITY...

! UNNNHH! GO EASY ON YOURSELF, MISS ROSS-- AFTER ALL, I'M THE SUPER-HERO HERE, REMEMBER?

THESE ARE MY FRIENDS BURIED HERE, CAPTAIN BRITAIN... I'LL STOP WHEN THE JOB'S DONE... NOT BEFORE.

I SHOULD TELL YOU, MATE-- COURTNEY ROSS IS ONE PLUCKY LADY.

THOUGH WHY SHE WASTES HER TIME ON A WIMP LIKE BRADDOCK, I'LL NEVER KNOW.

HEY! COPPERS, FROM SCOTLAND YARD, NO LESS!



CHIEF INSPECTOR THOMAS, WE MEET AGAIN.

AN' WHEN I'M DONE WITH YOU, BO'YO -- YOU'LL WISH WE HADN'T!

DAI, HOLD ON A MOMENT...



NOT THIS TIME, KATE! NOT 'TIL I'VE SAID MY PIECE TO THIS 'SUPER-HERO'.

BACK OFF, INSPECTOR-- YOU'RE TALKING AS IF I WERE RESPONSIBLE...

I THINK YOU ARE. THIS ISN'T NEW YORK, LADDY-BUCK -- AND I'M NOT GOING TO LET YOU SUPER-POWERED YOBBOES TURN LONDON INTO YOUR PRIVATE PUNCHING GROUND!



I THINK THERE'S BEEN SOME MISTAKE, CHIEF INSPECTOR...

AN' WHO MIGHT YOU BE?

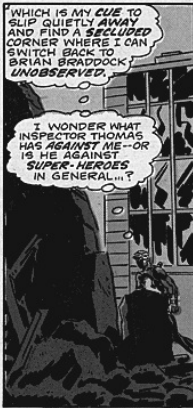
I AM DR. NEIL MACKENZIE, PROFESSOR OF PHYSICS. I TEACH HERE AND I SAW THE ENTIRE BATTLE.



IT WAS HURRICANE WHO ATTACKED THE UNIVERSITY, CAPTAIN BRITAIN WHO DEFENDED IT--

--AND MANY OF THOSE WHO'RE ALIVE NOW, OWE THEIR LIVES TO HIS ACTIONS.

TO BE BLUNT I THINK YOU'RE AFTER THE WRONG MAN...



WHICH IS MY CUE TO SLIP QUIETLY AWAY AND FIND A SECLUDED CORNER WHERE I CAN SWITCH BACK TO BRIAN BRADDOCK UNOBSERVED.

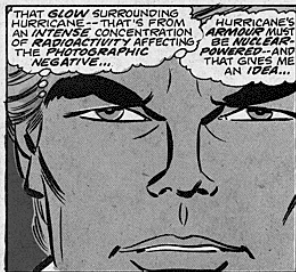
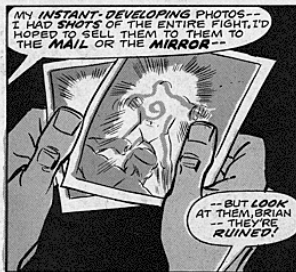
I WONDER WHAT INSPECTOR THOMAS HAS AGAINST ME--OR IS HE AGAINST SUPER-HEROES IN GENERAL...?



WELL, WELL, WELL--IT LOOKS LIKE OUR "HERO" IS MAKING HIMSELF SCARCE.

YOU'RE DAI'S ASSISTANT, KATE FRASER-- A CID DETECTIVE INSPECTOR-- YOU SHOULD AT LEAST TELL DAI.

BUT I DON'T THINK I WILL.



SERAPH NEWS--A QUIET RESIDENTIAL STREET JUST OUTSIDE THE UNIVERSITY GROUNDS...

BRIAN LIVES HERE, RENTING A FLAT FROM DR. MACKENZIE, PARTLY FOR CONVENIENCE...

... BUT MOSTLY FOR ACCESS TO THE PROFESSOR'S PRIVATE LAB...

I HAD TO WAIT UNTIL DR. MACKENZIE WENT TO SLEEP BEFORE I COULD START WORKING...

I HATE SNEAKING AROUND BEHIND HIS BACK, BUT I CAN'T AFFORD THE QUESTIONS HE'D ASK ABOUT THESE EXPERIMENTS I'M RUNNING.

... I CAN DETERMINE PRECISELY WHAT TYPE OF RADIATION IT IS. PERHAPS EVEN ITS FREQUENCY.

AS I SUSPECTED-- IT'S UNLIKE ANYTHING I'VE SEEN BEFORE, EVEN AT DARKMOOR CENTRE.

FROM SANDY'S FOGGED PHOTOS, I KNOW HURRICANE THROWS OFF RADIOACTIVITY...

... AND BY EXAMINING BITS OF THE BUILDINGS HE DESTROYED, BITS HE ACTUALLY TOUCHED...

... AND THEN FOLLOW HIS RADIOACTIVE "TRAIL" RIGHT BACK TO HIS BASE.

BUT SOMETHING ABOUT THESE READINGS **BOTHERS** ME. THEY'RE SO... UNSTABLE.

WITH ALL THE RAW POWER HURRICANE COMMANDS, HE MUST BE THE EQUIVALENT OF A WALKING H-BOMB!

ALL I NEED TO DO NOW IS CALIBRATE THIS TRACER TO HURRICANE'S FREQUENCY...



THE MOON'S TOUCHING THE HORIZON BY THE TIME CAP FINDS WHAT HE'S BEEN LOOKING FOR...

... AFTER A NIGHT SPENT SCRAMBLING ACROSS THE VAST EXpanse OF LONDON BETWEEN THAMES UNIVERSITY AND HEATHROW-- ONLY SIXTEEN MILES AS A SUPER-VILLAIN FLIES--

-- FOLLOWING A RADIOACTIVE TRAIL SO FAINT AT TIMES AS TO BE PRACTICALLY NON-EXISTENT. STILL, HIS PERSISTENCE HAS PAID OFF...

... FOR HE'S FOUND NOT ONLY HURRICANE'S BASE, BUT THE VILLAIN HIMSELF!

IT WILL BE DAWN SOON -- AND WITH THIS DAWN MY REIGN OF TERROR BEGINS!

WHAT SHALL I DESTROY FIRST-- PARLIAMENT?

NO, BIG BEN'S ALREADY BROKEN.

TOWER BRIDGE? THE PALACE ITSELF?

WHICHEVER I CHOOSE, THESE FOOLS WILL KNOW -- NOW AND FOREVER -- THAT MINE IS THE POWER OF LIFE AND DEATH ITSELF-- EH?!?

WHAT'S THAT--?!

I THOUGHT I HEARD SOMETHING ON THE ROOF --BLAST THIS ARMOUR. IT KEEPS ME SAFE BUT CUTS MY HEARING BY HALF!

WAIT! THERE'S THE NOISE AGAIN-- SOMEONE IS PROWLING ABOUT.

WELL, THAT "SOMEONE" IS ABOUT TO GET THE SURPRISE OF HIS LIFE.

NOT SO, HURRICANE -- IT'S YOU WHO'LL BE GETTING THE SURPRISES TONIGHT...

... BECAUSE CAPTAIN BRITAIN IS HERE TO END YOUR MADNESS ONCE AND FOR ALL--

--OR DIE TRYING!

UNNNNGH!

TO BE CONTINUED NEXT WEEK!

KOW!



Stan Lee presents

**CAPTAIN
BRITAIN'S**

FUN PAGE

by
OWEN McCARRON

CAPTAIN BRITAIN'S CAST-OF-CHARACTERS WORD PUZZLER

YOU PUT THE NAMES BELOW IN
THEIR PROPER PLACES AND...
WE THINK YOU'VE GOT IT!!

4-LETTER NAMES:

YORK ROSS
DORA

5-LETTER NAMES:

BRIAN SANDY
JACKO

6-LETTER NAMES:

JOSHUA TRAVIS
REAVER STRAGG
TANNER

8-LETTER NAMES:

BRADDOCK
COURTNEY

9-LETTER NAMES:

HURRICANE



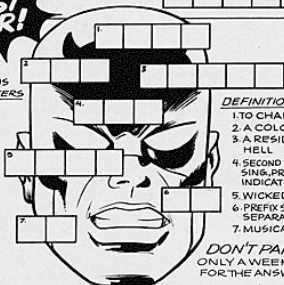
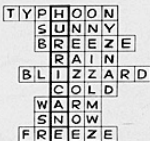
**GUEST
STAR!**

DAREDEVIL WORD GAME

ALL THE ANSWERS TO THE DEFINITIONS
WILL BE FOUND IN CONSECUTIVE LETTERS
IN THE WORD: **DAREDEVIL**

WHICH 2
CAPTAIN
BRITAIN
ARE
EXACTLY
THE SAME?
1 and 7

Last Week's Solutions:



DEFINITIONS:

1. TO CHALLENGE
2. A COLOR
3. A RESIDENT OF HELL
4. SECOND PERSON SING. PRESENT INDICATIVE OF 'BE'
5. WICKED
6. PREFIX SIGNIFYING SEPARATION
7. MUSICAL NOTE

DON'T PANIC!
ONLY A WEEK TO GO
FOR THE ANSWERS!

NEXT WEEK! A MAZE YOU WON'T BELIEVE!

GLAD GLIMMERINGS OF GOSSIP TO MAKE YOU GASP AND GRIN!

ITEM! The banner news this week is, as usual, about that bombastic Bullpen brainstorm — **CAPTAIN BRITAIN!** Y'see, the good captain is a bonafide overnight sensation on the old U.K. shores, and truth to tell, that doesn't surprise us a bit. After all, haven't we slaved over our typewriters and drawing boards to bring you the absolute best in all-new, full-colour adventures of our new charismatic character? The saga of the captain and the quarter-staff continues unabated this week in **CAPTAIN BRITAIN NO.5**, and as an extra-special added treat we've tossed in a full-colour pin-up by Bubblin' Bob Budiansky and Dandy Dan Adkins of none other than Doctor Strange! What more could any faithful Marvelite possibly ask? (Other than, perhaps, seeing the bashful Bullpen on an international concert tour — and, believe us, we'd do it . . . if only we could figure out how to still keep producin' our pop culture masterpieces at the same time!)

ITEM! So what's happening this week in **MIGHTY WORLD OF MARVEL NO.215**? We're glad you asked, effendi! Would ya believe that worm of a badguy — the malevolent Mole Man — is tunnelling his way back to a cataclysmic confrontation with the meek, mild-mannered man-mountain known as the Incredible Hulk? And if you think that's something, then here's something even more bizarre — the **Silver Scorpion!** We're positively not gonna say a word more on the subject, but keep that flamboyant monicker in mind . . . and don't say we didn't warn you! Also in this awesome issue, everybody's favourite Power Man (mostly because he's everybody's *only* Power Man) tackles the thundering threat of the viperous villain known as Copperhead. That's Cage vs. Copperhead — and it's a fight to the finish!

ITEM! **THE TITANS NO.56** features England's own Bashful Barry Smith as artist teamed with Rascally Roy Thomas as writer on the most astonishing Avengers supersage of the year (or, at least, of the week!) And, in a solo story, the Star-Spangled Sentinel known as Captain America trashes the Trapster . . . or is it the other way round? But the real news of the issue is that — *Toro dies!* A hoax? An imaginary story? Not here at Mighty Marvel! Folks, do us a favour — read this one! And while you're at it, feast your eyes on the super Captain Britain centrespread by Rampagin' Ron Wilson and Fearless Frank Giacoia!

ITEM! Meanwhile, in **SUPER SPIDER-MAN WITH THE SUPER-HEROES NO.196**, the wall-crawlin' web-slinger comes up against the twin menace of two of villaindom's toughest cookies — the Jackal and the Tarantula! In that same scintillatin' weekly, see your friendly neighbourhood Spider-Man face the ever-lovin' Thing, and eventually team up with the blue-eyed, titanic half-ton of bricks! And that ain't all, either! This week, Iron Man/Tony Stark fights for his life! Whew — what a weekly!

ITEM! We're gonna lump the rest of this week's wondrous news all in this last litten' item, so as to save space. For starters, as of No.1, in case you hadn't notice, in Captain Britain we're givin' you a little extra — *Ginchy games pages!* All in the name of keepin' our riotous ranks of readers the best-read and most bargain-prone bunch in comicdom.

Stan Lee PRESENTS: THE **FANTASTIC FOUR!**

THE FABULOUS F.F. MUST FINALLY FACE--THEIR GREATEST **LOSS!**

BATTLE OF THE BEHEMOTHS!

AS THE RAMPAGING **THING** BATTLES THE POLICE IN CENTRAL PARK, THE HATE-MADDENED **HULK** ATTACKS HIM! AND THAT'S ALL WE NEED TO KNOW!

THIS
TIME--THING
MUST DIE!



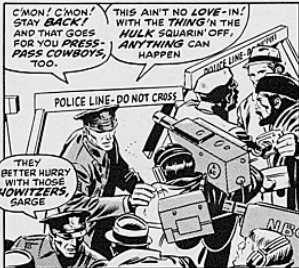
THE CLASH
OF TITANS!
YOURS--
RIGHT NOW!

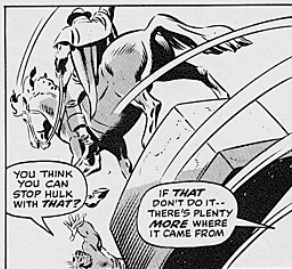
THE
HULK!

BOOM!

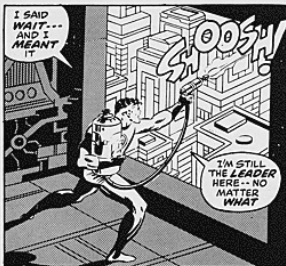
FWING!

SCRIPTED WITH GENIUS
BY: **STAN LEE**
PENCILLED WITH GLORY
BY: **JOHN BUSCEMA**
EMBELLISHED WITH GRANDEUR
BY: **JOE SINNOTT**
LETTERED WITH A SCRATCHY PEN
BY: **SAM ROSEN**
MARVEL
MAKES
IT
GAIN!
SAID









Have you got
a meccano van, budgie,
autogyro, cathedral,
teapot, bulldozer,
schooner, liner set?

MECCANO
The growing tradition



ATTENTION COMIC COLLECTORS!!

The new FANTASY EXCHANGE lists will be out soon and it's our best yet with all British Marvels and thousands of American issues all at bargain prices. Separate lists are available on request of DC and other comics, and Pop records. Customers old and new, please send 13p for lists or 50p for lists and 4 sample American Marvels including one mag from 1965! Allow a few weeks delivery.

Send coins or stamps to:-

FANTASY EXCHANGE,
8, ADELAIDE ROAD,
GILLINGHAM, KENT.

NEXT WEEK... CAN EVEN
CAPTAIN BRITAIN
SURVIVE THE
PEERLESS POWER
OF **HURRICANE?**



LEARN THE ANSWER IN
**"HAVOC AT
HEATHROW!"**



MARVEL T SHIRTS

Many Marvel Fans must have seen the great T Shirts offered for Sale in American Marvel Comics and wished that they could buy them in Britain.

Now six of them are available from the SCI-FI AND COMIC BOOK SHOP.

The six shirts are:

1. Bicentennial (Hulk/Spider/Cap.).
2. Incredible Hulk.
3. Amazing Spider-Man.
4. Marvel Double Feature.
5. Captain Marvel.
6. Captain America.

The shirts come in several sizes. Children: S (Small 6-8 years), M (Medium 10-12 years), L (Large 14-16 years).

Adults: S (Small), M (Medium), L (Large), XL (Extra Large).

Prices: All Children's sizes £1.95 plus 15p postage and packing for each.

All Adults' sizes £2.50 plus 15p postage and packing for each.

HOW TO ORDER: Draw a circle around each size of T Shirt you require and send the coupon to SCI-FI COMIC & BOOK SHOP, 26 HILLGATE STREET, LONDON W8. Send cheques or Postal Orders only made payable to SCI-FI & Comic Book Shop - (no cash).

	CHILDREN			ADULT			QUANTITY
	S	M	L	S	M	L	
Bicentennial							
Hulk							
Spider-Man							
Double Feature							
Cap Marvel							
Cap America							

I enclose total £

(including 15p postage and packing for each shirt ordered).

NAME

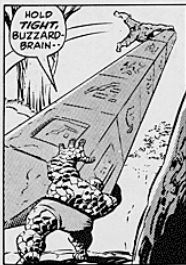
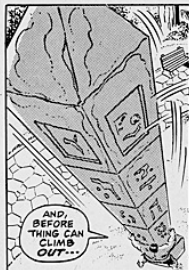
ADDRESS

Please allow 28 days for delivery









MARVEL
COMICS GROUP

9P

SUPER
SPIDER-MAN
WITH THE SUPER-HEROES

THE MARVEL WORLD
OF SUPER-HEROES
PUBLISHED BY MARVEL, INC.

STARRING THE MIGHTY MARVEL LINE-UP: SPIDER-MAN! IRON MAN! THOR! THE INVADERS!

NO. 190
MAY 1970
\$0.10

9P

SUPER SPIDER-MAN WITH THE SUPER-HEROES

I'VE RETURNED,
SPIDER-MAN—DEADIER
THAN EVER! AND
THIS TIME...

THE TARANTULA
WILL DESTROY
YOU!

MOVE, SPIDEY! MOVE!
IF HIS RAZOR SHARP
SPIKES HIT YOU—
YOU'VE HAD IT!

GET THESE

2

GREAT MAGS!
ON SALE NOW!



MARVEL
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NO. 215
MAY 1970
\$0.10

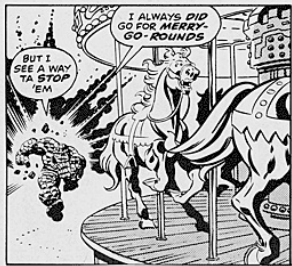
MARVEL HULK

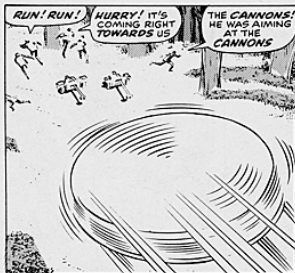
9P

BACK, SPAWN OF
THE DEVIL—YOU SHALL
NOT DEFEAT COMAN
OF GIMMERIA.

PLUS: TALES
OF SUPER-ACTION
WITH
DAREDEVIL
AND
LUKE CAGE!

SEE COMAN THE BARBARIAN FACE THE INCREDIBLE
FURY OF THE SCORPION-GOD!





THE MIGHTY MARVEL BOOK BONANZA!

Three full-colour, bumper books each containing 78 pages of Marvel Magic, courtesy of World Distributors. Frankly, Fans, they're essential reading for any conscientious Marvelite! This year we're offering three Mighty Marvel Annuals for sale. The Avengers. The Titans. And Spider-Man!



78 PAGES
IN
FULL COLOUR!

To get your copies, tick the Annuals you want in the order coupon. If you order all three Annuals we'll send you a FREE Spider-Man Poster, originally given with the first issue of New Super Spider-Man. But hurry! Stocks are limited and we expect a great demand.

Prices: 1 Annual £1.50
2 Annuals £2.50
3 Annuals £3.50

**SORRY
FANS!
MARVEL
ANNUAL
SOLD OUT!**



Order your books now. Just think how much reading you'll have to do in 32 days time!

But waitaminnit! That's not all. This is a Mighty Marvel Book Bonanza, and what Bonanza could be complete without a new book by Smilin' Stan Lee?

You guessed, Stan's latest tour de force — not to mention chef d'oeuvre and piece de resistance — is out right now!

Entitled "Bring On the Bad Guys", it gives the complete lowdown on the origins and creation of Marvel's most vitriolic villains, from Doc Doom to the Green Goblin. A tour de force indeed!

All Good Guys wanting a copy of "Bring On the Bad Guys" should fill in the coupon below enclosing a cheque or postal order for £3.70 per book ordered. Only bad guys would send cash!



to Marvel Book Bonanza, Room 106, 52 High Holborn, London WC1.
Please rush me . . .

_____ copies of The Avengers Annual _____ copies of Spider-Man Annual
_____ copies of The Titans Annual _____ copies of Bring On the Bad Guys.
I enclose a cheque/Postal Order for £ _____

NAME _____

ADDRESS _____

All prices quoted in this Mighty Marvel Book Bonanza include postage, packing, and sneaky ol' VAT. Please allow 32 days for delivery. This offer closes on November 26th — all orders received after that date will be returned.

**STARTING THIS WEEK-- THE MARVEL
ADAPTATION OF ANOTHER GREAT APES
MOVIE... READ IT FROM THE BEGINNING...
BATTLE FOR THE PLANET OF THE APES!**



ON SALE NOW!

**AT YOUR NEWSAGENT
HURRY!**

A MARVEL
MASTERWORK
PIN-UP

DR. STRANGE

MASTER OF THE MYSTIC ARTS



Stan Lee PRESENTS: **NICK FURY, AGENT OF S.H.I.E.L.D.!**
SUPREME HEADQUARTERS INTERNATIONAL ESPIONAGE LAW-ENFORCEMENT DIVISION!

THE SECOND DOOM

REMEMBER LAST ISH? NICK FURY RELATING THE SWINGIN' SAGA OF THE NEW YORK BLACKOUT TO F.B.I. MAN JIMMY WOOL AND AS YOU MIGHTA GUESSED, OUR USUAL SEVEN PAGES ENDED WITH THE DYNAMIC DIRECTOR OF SHIELD FALLING FROM THE TOP OF THE STATUE OF LIBERTY! MEANWHILE, CAPTAIN AMERICA'S GRAVITY-NULLIFYING KARKNESS HAS FAILED, LEAVING HIM IN FREE FALL HIGH OVER MANHATTAN! CONFUSED? YOU AIN'T SEEN NOTHIN' YET... KEEP READING AS NICK FURY NARRATES THE TERRIFYING TALE OF...



BEN--
LOOK!

ON THE STRATO-MONITOR SCREENS...IT'S CAPTAIN AMERICA!

FALLING OUT OF THE SKY...DIRECTLY ABOVE US!

IF YOU'RE WONDERING WHAT THIS IS DOING HERE... WE JUST COULDN'T FIND ROOM ANYWHERE ELSE!

STAN LEE
EDITOR
JIM STERANKO
WRITER & ILLUSTRATOR
SAM ROSEN
LETTERER

WE'RE IN TROUBLE!
WE'VE GOT TO DO SOMETHING!

CAN'T WE WAIT AN' SEE IF HE GETS OUTTA IT HISSELF?

BEN!

AWW...I WAS ONLY KIDDIN'!

THERE'S GOTTA BE SUMPTIN' AROUND HERE WE CAN CATCH A FELLA SUPER-HERO WITH!



**PROJECT:
BLACKOUT!**
PART III

HURRY! WE HAVEN'T GOT A SECOND TO SPARE. BEN! IF WE'RE GONNA SAVE CAP, WE'VE GOT TO GET UP ON THE ROOF QUICK!

THE VACU-LIFT! IT'S THE FASTEST WAY UP... THE ONLY WAY WE CAN REACH HIM IN TIME TO SAVE HIS LIFE!
YEAH, EVEN IF WE DO, YOU MIGHT TALK HIM TO DEATH!



HANG ON, OLD FRIEND! I'M SENDING US UP AT MAXIMUM VELOCITY!

JUST LIKE THE GIRL IN MACY'S ELEVATOR DURING THE CHRISTMAS RUSH, HUH?

WE'LL BE THERE IN EXACTLY FOUR SECONDS!



'AND LIKE THE MAN SAID... EXACTLY FOUR SECONDS LATER...'

YA ONLY GOT ONE CHANCE TA CATCH HIM, STRETCH!

DON'T BLOW IT!



HE'S DIVING IN AT OVER A HUNDRED MILES AN HOUR!

CAN'T STOP HIM... BEN, YOU'VE GOT TO BREAK HIS FALL!

OOOFFTH!

GREAT CATCH, BEN!

YA DID IT AGAIN, BLAST IT!

HOW COME I ALWAYS GET THE ROUGH JOBS?

SHEESH! COULDN'T HE JUST COME IN THE FRONT DOOR LIKE EVERYBODY ELSE?



RICHARDS... BEN GRIMM, I OWE BOTH OF YOU FOR SAVING MY LIFE!

DON'T SWEAT IT, CAP! YOU'LL MAKE IT UP TO US!

NO TIME FOR CHATTER NOW! NICK FURY'S TRAPPED ON BEDLOE ISLAND BY A SPEAR-HEAD OF ALIEN INVADERS!

HEY, REED JUST PICKED SOMETHIN' STRANGE UP IN ONE OF THOSE TUBES HE'S ALWAYS LOOKIN' INTO!

IF YOU CAN'T FIND A WAY TO STOP THEM...



RIGHT YOU ARE, BIG FELLA... AND IF IT'S WHAT MY SCANNERS INDICATE, WE MUST GET TO WORK IMMEDIATELY! CAP... TELL ME EVERYTHING YOU KNOW ON THE WAY OWN TO MY LAB!

IT'S THE ONLY WAY WE CAN POSSIBLY SAVE FURY!



"SO YA SEE,
WHILE CAP
AN' RICHARDS
WERE
FIGURIN'
OUT HOW TO
CHOK OFF
THE STRANGE
INVASION
OF NEW YORK
CITY, I WAS
TRYIN' TO
HOLD THE FORT
MY OWN WAY!
LET ME TELL
YA, JOHN
WAYNE NEVER
HAD IT THUS
TOUGH! THEY
HIT ME LIKE THE
CONY
ISLAND
EXPRESS...
SWEEPIN'
ME OVER THE
SIDE
LIKE A
BLASTED
LEAF IN
THE WIND..."

KILL THE INTRUDER!
FOLLOW THE MASTER'S
COMMAND! AAKK!

BUKSHN!
THEY'RE
ATTACKING
IN FULL
FORCE!

I AIN'T GOT
A CHANCE! IT'LL
BE ALL OVER IN
ANOTHER SECOND!

KRAK!

YER DONE,
FURY!
UNLESS...

UNLESS YA
CAN MAKE
A GRAB
AT THAT
CROWN!

ARRGH! THE
STRAIN...
TEARIN' AT
MY ARMS!

LOOKS LIKE I GOT OUTTA
THE FEYN PAN AN' INTO
THE FIRE! THE WHOLE
BLAMED STATUE'S
CRAWLIN' WITH THESE
CREEPS!

IT'S ONLY GONNA
TAKE 'EM A COUPLA
SECONDS TA GET
ME LINED UP IN THEIR
GUNSIGTS... SO...

LOOKS LIKE I GOTTA
COME ON LIKE
GANGBUSTERS...
NOW!

THOK!

IF I KEEP
MOVIN', MAYBE
I CAN GIVE 'EM A
RUN FER THEIR
MONEY!

GOTTA HOLD
OUT 'TIL RED
RICHARDS COMES
THROUGH... IF HE
MAKES IT IN TIME!

"BUT, THESE GOONS DIDN'T REACT LIKE MEN... MORE LIKE MACHINES... 'CAUSE BEFORE I COULD GET BACK ON MY FEET, THEY WERE ZAPPIN' ME WITH THOSE NUTTY PISTOLS...."



YEOOWW!

THAT WAS TOO CLOSE FOR COMFORT! ANOTHER INCH OR TWO AN' I'D BE FRYIN' LIKE A SLAB OF BACON!



IF I CAN ONLY GET MY MITTS ON ONE A THEM GRIMMY CLUBS THOSE JOKERS ARE BRANDISHING!



SORRY TA BUST UP THE TEA PARTY, BUT YOU BOYS ARE BEGINNING TA BORE ME!



IN FACT, THE WAY THINGS'VE BEEN GOIN' AROUND HERE LATELY, A GUY COULD GET THE FEELIN' HE AIN'T WELL-LIKED!

EVEN WITH ALL THE ARMOUR, HE'S GOIN' DOWN LIKE A TON A' BRICKS! THAT ELECTRIFIED MACE HAS THE KICK OF A MULE!

CRIPES! I CAN'T EVEN RADIO BACK TO SHIELD HQ... MY COMMUNICATOR MUSTA GOT BUSTED IN THAT LAST LITTLE FRACAS!

FUNNY... I AIN'T SEEN ANYONE AROUND HERE WHO EVEN LOOKS HUMAN! ALL BEFOE ISLAND'S PERSONNEL WERE PROBABLY WASTED WHEN THESE PUNKS SHOWED UP!



MOMENTS LATER...

MOST I CAN DO NOW IS KEEP OUTTA SIGHT...

AN' HOPE THE CAVALRY SHOWS BEFORE ALL HECK BUSTS LOOSE!



THIS IS THE MASTER... ONLY MOMENTS REMAIN BEFORE THE ID-PARALYZER IMMOBILIZES AMERICA'S EAST COAST... BENTRIES, ASSUME YOUR POSITIONS!

GOTTA STOP 'EM! WHAT HAPPENS IF I CAN TAKE OUT THAT BLASTED MACHINE!

"BUT CAP HAD MADE IT TO THE BAXTER BUILDING, AN AT THAT VERY MOMENT WAS PREPARIN' TO GET A COUNTER-PLAN OFF THE GROUND...IF IT WASN'T TOO LATE ALREADY...."

...SO IT SEEMS AS THOUGH THEY'RE COMMANDED BY SOME SORT OF ELECTRONIC THOUGHT IMPULSE, AS THOUGH THEY GET THEIR POWER FROM IT!

YEAH! REED PICKED UP A COUPLE MESSAGES ON HIS TOY SWITCHBOARD! I THOUGHT IT WAS JUST ANOTHER ONE OF THEM NUTTY SPACE OPERAS!

WE HAVEN'T A MOMENT TO SPARE! IF ONLY I CAN CONVERT THIS EXPERIMENTAL FLYING CRAFT IN TIME!

YOU MEAN YOU'VE FIGURED OUT A WAY TO STOP THE INVASION?

NO TIME TO SAY FOR SURE, AVENGER! BUT IF WE CAN TAP ENOUGH ENERGY ENOUGH RAW POWER, WE MAY HAVE A CHANCE!

BEN, GET THAT ELECTRO-AMPLIFIER RIFLE I RIGGED UP! CAP'LL NEED IT!

NUTS! WHAT HAPPENED TO THE DAYS WHEN GUNS SHOT GOOD OLD-FASHIONED BULLETS?

BULLETS WOULDN'T STOP THIS ONSLAUGHT, GRIMM! THEY'RE TOO POWERFUL! THEIR VERY BODIES ARE CAPABLE OF ELECTROCUTING AN ADVERSARY!

I KNOW! I TOOK THE FULL FORCE OF A BLAST!

MY COMPUTERS VERIFY THAT, CAP! THAT'S WHY I BELIEVE ONLY A GREATER AMOUNT OF ENERGY THAN THEIR OWN CAN STOP THEM!

BUT WHAT ABOUT COLONEL FURY? I WONDER...

FORGET IT, MISTER! FURY'S ONE MAN WHO CAN HOLD HIS OWN ANYWHERE!

TIME FOR YOU TO GET GOING!

AND IF WE CAN GET OUR PART DONE IN TIME, YOU MAY BE ABLE TO TURN THE TIDE OF BATTLE WITH THAT WEAPON!

I THINK I'LL GO ALONG WITH YA, MASKED MAN!

SORRY BEN! I'LL NEED YOU TO OPERATE THIS AERIAL CRAFT!

THEN, I GUESS I'LL BE THE FIRST TO KNOW IF YOUR TIMING'S AS GOOD AS YOUR IDEAS. IF NOT, I'LL JUST SAY GOODBYE NOW!

NEVER THOUGHT I'D SEE THE DAY WHEN THE EVER-LOVIN' THING WOULD BE PUSHIN' BUTTONS INSTEAD A CLOBBERIN' SOME COSTUMED CREEP!

GOOD LUCK, CAP... AND GOD-SPEED!

QUIT HUMBLING, BEN! YOU'RE MORE VALUABLE HERE!

"MEANWHILE, IN CASE YER WONDERIN' HOW OL' BUNK WAS KEEPIN' BUSY..."

"TIME HAD RUN OUT! JUST WASN'T ANY POINT TA **STALLIN' AROUND** LONGER! IF I WAS GONNA MAKE A MOVE, IT HAD TO BE **NOW!** I ASSEMBLED A **DELAYED-ACTION TIME BOMB...**"



"SOMEHOW, I GOT BACK TO THAT MIND-PARALYZIN' GADGET **WITHOUT** BEIN' SEEN! I FELT LIKE A MOUSE STEALIN' CHEESE CUTTA A **MOUSE-TRAP** AS I CREEPT UP UNDER THE BIG THING! I HAD TO GET IT RIGHT...**OR ELSE!**"



"WHERE IN SAM HILL IS THAT MASKED MAN ANYWAY? SHOULD'VE BEEN BACK BY NOW! OR HEBBE THEY GOT HIM **BEFORE** HE GOT OUTTA HERE?"

"GOTTA DO WHAT I CAN ON **MY OWN** NOW, DON'T KNOW WHAT'LL HAPPEN BUT I **CAN'T** SIT STILL, AN' WATCH THESE CREEPS TAKE OVER!"

"DON'T SEEM TA BE DOIN' ANY GOOD, MAYBE I'M GETTIN' TOO OLD FOR THIS BUSINESS, BUT I **GO, I'LL GO FIGHTIN'!** AN' TAKE AS MANY WITH ME AS I CAN!"

"LUCKY THEY AIN'T SPOTTED ME YET! JUST A **FEW SECONDS** MORE AN'..."

"**UUUUHHNN!**"

"MUST BE TOO CLOSE TO THIS KING-SIZE GIZMO, MAKIN' ME WEAK... CAN'T PLANT THE DETONATOR... **SOMETHIN'** WON'T LET ME... SAPPIN' MY STRENGTH... TAKIN' OVER **MY MIND**..."

"TOO LATE NOW... TOO LATE!"

CONTINUED NEXT ISH!

PATCH PUTS HIS FOOT IN IT.

